

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

REUNION INDUSTRIES, INC.,)	CIVIL ACTION
)	
Plaintiff,)	NO.
)	
vs.)	
)	
STEEL PARTNERS II, STEEL PARTNERS)	
LLC; WEBFINANCIAL CORPORATION)	
and LC CAPITAL MASTER FUND, LTD.,)	
)	
Defendants.)	<u>ELECTRONICALLY FILED</u>

NOTICE OF REMOVAL

Defendants, Steel Partners II, LP (improperly designated in the caption as “Steel Partners II”), Steel Partners LLC and WebFinancial Corporation (collectively “Steel Partner Defendants”), by and through their undersigned counsel, hereby file this Notice of Removal from the Court of Common Pleas of Allegheny County, Pennsylvania, where it is now pending, to the United States District Court for the Western District of Pennsylvania and in support thereof aver as follows:

1. Plaintiff commenced this action by filing a Complaint in the Court of Common Pleas of Allegheny County, Pennsylvania, at Civil Division Number GD-07-020238, on September 21, 2007. A copy of Plaintiff’s Complaint is attached hereto as Exhibit “A.”
2. The above described action is a civil action involving claims over which this Court has original jurisdiction under 28 U.S.C. §1331, pertaining to all civil actions arising under the Constitution, laws or treaties of the United States.
3. The above described action is one which may be removed to this Court pursuant to the provisions set forth in 28 U.S.C. §1441 *et seq.*, in that it involves, *inter alia*, claims against

all defendants for alleged violations of the Securities and Exchange Act of 1934. *See* Complaint, ¶¶ 76-97.

4. This Notice of Removal is being filed within the thirty (30) day time period required by law under 28 U.S.C. §1446(b).

5. Written notice of the filing of this Notice of Removal shall be given to all parties as required by 28 U.S.C. §1146(d).

6. Copies of the pleadings (the Complaint) and relevant docket entries which have been received by the Steel Partner Defendants are attached hereto pursuant to 28 U.S.C. §1446(a) as Exhibit "A."

WHEREFORE, the Steel Partner Defendants respectfully remove this action, now pending in the Court of Common Pleas of Allegheny County, Pennsylvania, to the United States District Court for the Western District of Pennsylvania.

Respectfully submitted,
/s/ Ronald L. Hicks, Jr.
 Ronald L. Hicks, Jr.
 PA ID #49520

/s/ Stacey M. Noble
 Stacey M. Noble
 PA ID #92994

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Attorneys for Defendants Steel Partners II, LP
 (improperly designated in the caption as "Steel
 Partners II"), Steel Partners LLC and WebFinancial
 Corporation

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the within Notice of Removal to the United States Court for the Western District of Pennsylvania was mailed to the following by First-Class United States Mail, postage prepaid, this 2nd day of October, 2007, at the following address:

Arthur H. Stroyd
Del Sole Cavanaugh Stroyd LLC
The Waterfront Building
200 First Avenue, Suite 300
Pittsburgh, PA 15222

LC Capital Master Fund, Ltd.
680 Fifth Avenue
Suite 1202
New York, NY 10019

MEYER, UNKOVIC & SCOTT LLP

/s/ Stacey M. Noble

Attorneys for Defendants Steel Partners II, LP
(improperly designated in the caption as "Steel
Partners II"), Steel Partners LLC and WebFinancial
Corporation